

# **FINANCIAL REVIEW**

# Three months Ended March 31, 2025



# CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED MARCH 31, 2025

(Unaudited – Prepared by Management) (Expressed in Canadian Dollars)

# NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 of the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed the unaudited condensed interim consolidated financial statements for the three months ended March 31, 2025. These financial statements have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company.

**RADIUS GOLD INC.** 

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (UNAUDITED) (Expressed in Canadian Dollars)

As at:	March 31, 2025	]	December 31, 2024
ASSETS			
Current assets			
Cash and cash equivalents (Note 4)	\$ 551,623	\$	838,209
Equity investments (Note 5)	1,070,796		565,963
Receivables (Notes 6 and 13)	43,166		51,236
Prepaid expenses and deposits (Note 13)	14,801		20,552
Total current assets	1,680,386		1,475,960
Non-current assets			
Long-term deposits (Note 13)	66,907		66,907
Sales tax recoverable (Note 6)	107,600		98,038
Property and equipment (Note 7)	34,826		38,143
Right-of-use assets (Note 8)	89,077		93,695
Mineral property and royalty interests (Note 9)	64,301		64,30
Total non-current assets	362,711		361,084
TOTAL ASSETS	\$ 2,043,097	\$	1,837,044
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities (Note 13)	\$ 354,188	\$	342,047
Current portion of lease liabilities (Note 8)	14,524		14,202
	368,712		356,249
Non-current liabilities			
Lease liabilities (Note 8)	79,092		81,321
Total liabilities	 447,804		437,570
Shareholders' equity			
Share capital (Note 11)	59,359,219		59,344,933
Other equity reserve (Note 12)	7,565,158		7,565,158
Accumulated other comprehensive loss	(4,226,843)		(4,731,676
Deficit	(61,102,241)		(60,778,941
Total shareholders' equity	1,595,293		1,399,474
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 2,043,097	\$	1,837,044

# APPROVED ON BEHALF OF THE BOARD OF DIRECTORS AND AUTHORIZED FOR ISSUE ON MAY 27, 2025 BY:

"Bruce Smith"	, Director	"William Katzin"	, Director
Bruce Smith		William Katzin	

# **RADIUS GOLD INC.**

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND OTHER COMPREHENSIVE INCOME (LOSS) (UNAUDITED)

(Expressed in Canadian Dollars)

	Three months ende			
	2025		2024	
Exploration expenditures (Note 13)	\$ 206,774	\$	113,584	
General and administrative expenses				
Amortization (Note 7)	3,317		2,271	
Depreciation of right-of-use assets (Note 8)	4,618		15,075	
Interest expense on lease liabilities (Note 8)	2,239		1,797	
Legal and audit fees	323		2,835	
Management fees (Note 13)	14,750		10,500	
Office and miscellaneous (Note 13)	33,865		11,194	
Salaries and benefits (Note 13)	31,751		41,117	
Share-based compensation (Note 12)	-		2,593	
Shareholder communications (Note 13)	6,599		11,169	
Transfer agent and regulatory fees (Note 13)	8,570		9,582	
Travel and accommodation (Note 13)	10,874		6,516	
	116,906		114,649	
Loss from operations	(323,680)		(228,233)	
Investment income	396		2,386	
Foreign currency exchange (loss) gain	(16)		8,753	
Net loss for the period	\$ (323,300)	\$	(217,094)	
Other comprehensive income (loss)				
Items that will not be reclassified subsequently to profit or loss:				
Fair value gain (loss) on equity investments (Note 5)	504,833		(306,394)	
Total comprehensive income (loss)	\$ 181,533	\$	(523,488)	
Basic and diluted loss per share	\$(0.00)		\$(0.00)	
Weighted average number of common shares outstanding	107,455,837		99,118,533	

# **RADIUS GOLD INC.**

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED) For the three months ended March 31, 2025 and 2024

(Expressed in Canadian Dollars)

	Number of common shares	Share capital	Other equity reserve	Accumulated other comprehensive gain (loss)	Deficit	Total
Balance, December 31, 2023	99,118,533	\$ 58,776,806	\$ 7,562,565	\$ (4,326,829)	\$ (59,823,254)	\$ 2,189,288
Loss for the period	-	-	-	-	(217,094)	(217,094)
Equity investments	-	-	-	(306,394)	-	(306,394)
Share-based compensation	-	-	2,593	-	-	2,593
Balance, March 31, 2024	99,118,533	58,776,806	7,565,158	(4,633,223)	(60,040,348)	1,668,393
Loss for the period	-	-	-	-	(738,593)	(738,593)
Shares issued for private placement	8,292,859	580,500	-	-	-	580,500
Share issuance costs	-	(12,373)	-	-	-	(12,373)
Equity investments	-	-	-	(98,453)	-	(98,453)
Balance, December 31, 2024	107,411,392	59,344,933	7,565,158	(4,731,676)	(60,778,941)	1,399,474
Loss for the period	-	-	-	-	(323,300)	(323,300)
Warrants exercised	142,858	14,286	-	-	-	14,286
Equity investments	_	-	_	504,833	-	504,833
Balance, March 31, 2025	107,554,250	\$ 59,359,219	\$ 7,565,158	\$ (4,226,843)	\$ (61,102,241)	\$ 1,595,293

## **RADIUS GOLD INC.** CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED) (Expressed in Canadian Dollars)

	Three months ended March 31					
	2025		2024			
Cash provided by (used in):						
OPERATING ACTIVITIES						
Net loss for the period	\$ (323,300)	\$	(217,094)			
Items not involving cash:						
Amortization	3,317		2,271			
Depreciation of right-of-use assets	4,618		15,075			
Share-based compensation	-		2,593			
	(315,365)		(197,155)			
Changes in non-cash working capital items:	()		( , ,			
Receivables	8,070		(26,851)			
Prepaid expenses and deposits	5,751		6,519			
Accounts payable and accrued liabilities	12,141		(5,413)			
Cash used in operating activities	(289,403)		(222,900)			
FINANCING ACTIVITY						
Proceeds on issuance of common shares	14,286		-			
Repayment of lease obligation	(1,907)		(19,766)			
Cash provided by (used for) financing activities	12,379		(19,766)			
INVESTING ACTIVITY						
Long-term sales tax recoverable	(9,562)		-			
Cash used for investing activity	(9,562)		-			
Decrease in cash and cash equivalents	(286,586)		(242,666)			
Cash and cash equivalents, beginning of period	838,209		910,755			
Cash and cash equivalents, end of period	\$ 551,623	\$	668,089			

## 1. NATURE AND GOING CONCERN

Radius Gold Inc. (the "Company") was formed by the amalgamation of Radius Explorations Ltd. and PilaGold Inc. effective on July 1, 2004 under the laws of British Columbia.

The Company is engaged in the acquisition and exploration of mineral properties and investment in companies which hold mineral property interests. The address of the Company's head office and principal place of business is 1111 Melville Street, Suite 1000, Vancouver, BC V6E 3V6, Canada.

These condensed interim consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these condensed interim consolidated financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material. As of March 31, 2025, the Company had not yet achieved profitable operations and has accumulated losses of \$61,102,241 (December 31, 2024: \$60,778,941) since inception and is expected to incur further losses in the development of its business, all of which raise significant doubt about its ability to continue as a going concern. The Company will periodically have to raise additional financing in order to acquire and conduct work programs on mineral properties and meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. While the Company has been successful in securing funding in the past, there is no assurance that it will be able to do so in the future. Management continues to investigate and pursue opportunities to raise financing for the Company.

## 2. BASIS OF PREPARATION

## **Statement of Compliance**

These condensed interim consolidated financial statements are prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting under IFRS Accounting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). These condensed interim consolidated financial statements follow the same accounting policies and methods of application as the most recent annual financial statements of the Company. These condensed interim consolidated financial statements. Accordingly, these condensed interim consolidated financial statements should be read in conjunction with the Company's most recent annual financial statements, which were prepared in accordance with IFRS as issued by the IASB.

## **Basis of Measurement**

These condensed interim consolidated financial statements have been prepared on the historical cost basis as modified by any revaluation of financial assets measured at fair value.

The condensed interim consolidated financial statements are presented in Canadian dollars ("CDN"), which is also the Company's functional currency.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

#### **Basis of Consolidation**

These condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. A wholly owned subsidiary is an entity in which the Company has control, directly or indirectly, where control is defined as the power to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. All material intercompany transactions and balances have been eliminated on consolidation. Subsidiaries are deconsolidated from the date control ceases.

## 2. BASIS OF PREPARATION (cont'd)

#### Basis of Consolidation (cont'd)

Details of the Company's principal subsidiaries at March 31, 2025 are as follows:

Name	Place of Incorporation	Interest %	Principal Activity
Minerales Sierra Pacifico S.A.	Guatemala	100%	Exploration company
Geometales Del Norte-Geonorte	Mexico	100%	Exploration company
Minera Aymara S.A.C.	Peru	100%	Exploration company
Radius (Cayman) Inc.	Cayman Islands	100%	Investment Holding company

## 3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

The key areas of judgment applied in the preparation of the condensed interim consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

- a) The functional currency for each of the Company's subsidiaries is the currency of the primary economic environment in which the entity operates. Determination of the functional currency may involve certain judgments to determine the primary economic environment and the Company reconsiders functional currency of its entities if there is a change in events and conditions which determined the primary economic environment.
- b) The application of the Company's accounting policy for exploration and evaluation assets and royalty interests requires judgment in determining whether it is likely that future economic benefits will flow to the Company.

If, after exploration and evaluation assets are capitalized, information becomes available suggesting that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount, the Company carries out an impairment test at the cash-generating unit or group of cash-generating units level in the year the new information becomes available.

- c) The determination of when receivables are impaired requires significant judgment as to their collectability.
- d) The Company applies judgment in determining whether a lease contract contains an identified asset, whether they have the right to control the asset, and the lease term. The lease term is based on considering facts and circumstances, both qualitative and quantitative, that can create an economic incentive to exercise renewal options. Management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option.
- e) The assessment of the Company's ability to continue as a going concern to pay for its operating expenditures and meet its liabilities for the subsequent year involves significant judgment based on historical experiences and other factors including expectation of future events that are believed to be reasonable under the circumstances.

## 3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (cont'd)

The key estimates applied in the preparation of the condensed interim consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

- a) In estimating the fair value of share-based payments and derivative instruments, using the Black-Scholes option pricing model, management is required to make certain assumptions and estimates. Changes in assumptions used to estimate fair value could result in materially different results.
- b) The Company uses estimation in determining the incremental borrowing rate used to measure the lease liability. Where the rate implicit in the lease is not readily determinable, the discount rate of the lease obligations is estimated using a discount rate similar to the Company's specific borrowing rate.

## 4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. The Company does not hold any deposits with maturities of greater than three months from the date of acquisition. Cash at banks and cash equivalents consisting of money market funds earn interest at floating rates based on daily bank deposit rates. As at March 31, 2025 and December 31, 2024, cash and cash equivalents is comprised of the following:

	March 31, 2025	Dec	ember 31, 2024
Cash	\$ 494,303	\$	781,282
Cash equivalents	57,320		56,927
	\$ 551,623	\$	838,209

# 5. EQUITY INVESTMENTS

The Company's equity investments consist of the following:

Number of common shares held as at:					]	March 31, 2025	De	cember 31, 2024
Electrum Discovery Corp. ("Electrum")						632,906		632,906
Rackla Metals Inc. ("Rackla")						3,628,275		3,628,275
Volcanic Gold Mines Inc. ("Volcanic")						830,412		830,412
	F	lectrum		Rackla		Volcanic		Total
Balanca Dacambar 21, 2022			\$		\$		¢	
Balance, December 31, 2023	\$	50,633	-	735,056	\$	224,211	\$	1,009,900
Disposition of shares		-		(117,300)		-		(117,300)
Net change in fair value recorded in other comprehensive income (loss)		31,645		(200,504)		(157,778)		(326,637)
Balance, December 31, 2024		82,278		417,252		66,433		565,963
Net change in fair value recorded in other comprehensive income (loss)		(34,809)		489,817		49,825		504,833
Balance, March 31, 2025	\$	47,469	\$	907,069	\$	116,258	\$	1,070,796

As at March 31, 2025, Volcanic had one common director and Rackla had three common directors with the Company. All of the Company's equity investment companies are publicly listed companies as of March 31, 2025.

During the period ended March 31, 2025, there were no equity investment transactions conducted by the Company.

Subsequent to March 31, 2025, the Company sold 1,618,500 Rackla shares for net proceeds of \$434,498.

# 6. RECEIVABLES

	March 31, 2025	December 31 202		
Royalty receivable	\$ 784,180	\$	784,180	
Provision for impairment	(784,180)		(784,180)	
Royalty revenue receivable, net	-		-	
Sales taxes	24,341		31,154	
Other receivables (Note 13)	18,825		20,082	
	\$ 43,166	\$	51,236	

The provision for impairment of the royalty receivable was included in profit or loss during the 2016 fiscal year. Uncollectable amounts included in the provision are written off against the provision when there is no expectation of recovery. The royalty revenue receivable remains uncollected as of March 31, 2025 as the Company has allowed Kappes, Cassiday & Associates ("KCA") to defer payment of the balance while KCA awaits a ruling on an arbitration hearing to overturn the suspension of operations of its mine-site and seek compensation from the Guatemalan authorities.

# 7. PROPERTY AND EQUIPMENT

	Trucks	omputer uipment	ophysical quipment	eq	Field uipment	_	easehold vements	Total
Cost								
Balance, December 31, 2023	\$ 76,139	\$ 6,789	\$ 56,604	\$	9,856	\$	-	\$ 149,388
Additions	-	-	-		-		7,326	7,326
Balance, December 31, 2024	76,139	6,789	56,604		9,856		7,326	156,714
Balance, March 31, 2025	\$ 76,139	\$ 6,789	\$ 56,604	\$	9,856	\$	7,326	\$ 156,714
Accumulated amortization								
Balance, December 31, 2023	\$ 44,070	\$ 3,678	\$ 53,718	\$	4,874	\$	-	\$ 106,340
Charge for year	9,795	1,120	577		619		120	12,231
Balance, December 31, 2024	53,865	4,798	54,295		5,493		120	118,571
Charge for year	2,450	237	115		155		360	3,317
Balance, March 31, 2025	\$ 56,315	\$ 5,035	\$ 54,410	\$	5,648	\$	480	\$ 121,888
Carrying amounts								
At December 31, 2024	\$ 22,274	\$ 1,991	\$ 2,309	\$	4,363	\$	7,206	\$ 38,143
At March 31, 2025	\$ 19,824	\$ 1,754	\$ 2,194	\$	4,208	\$	6,846	\$ 34,826

# 8. RIGHT-OF-USE ASSET AND LEASE LIABILITY

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The Company had a lease agreement for its headquarter office space in Vancouver, British Columbia that expired on December 31, 2024.

During the 2024 fiscal year, the Company co-signed with two related parties, Volcanic and Rackla, a lease agreement for shared headquarter office space. In accordance with IFRS 16 – Leases, the Company recognized \$94,926 for a right-of-use asset ("ROU asset") and \$94,926 for a lease liability. The term of the new lease is five years, commencing on January 1, 2025, with the Company taking early possession of the office space in December 2024.

The continuity of the ROU assets and Lease liabilities for the period ended March 31, 2025 is as follows:

Right-of-use assets	
Value of right-of-use asset as at December 31, 2023	\$ 60,630
Value of right-of-use asset recognized during the year	94,926
Depreciation	(61,861)
Value of right-of-use asset as at December 31, 2024	93,695
Depreciation	(4,618)
Value of right-of-use asset as at March 31, 2025	\$ 89,077
Lease liabilities	
Lease liability recognized as of December 31, 2023	\$ 81,942
Lease liability recognized during the year	94,926
Lease payments	(86,252)
Lease interest	4,907
Lease liability recognized as of December 31, 2024	95,523
Lease payments	(4,146)
Lease interest	2,239
Lease liability recognized as of March 31, 2025	\$ 93,616
Lease liability	
Current portion	\$ 14,524
Long-term portion	79,092
	\$ 93,616

# 9. MINERAL PROPERTY AND ROYALTY INTERESTS

The Company capitalizes the acquisition costs of its mineral property interests. The following sets out any changes in capitalized amounts during the period from January 1, 2024 to March 31, 2025:

Acquisition costs	Mexico			temala	Peru	Total	
Balance, December 31, 2023	\$	-	\$	1	\$ -	\$ 1	
Additions – cash		246,483		-	64,300	310,783	
Acquisition costs recovered	(2	46,483)		-	-	(246,483)	
Balance, December 31, 2024		-		1	64,300	64,301	
Balance, March 31, 2025	\$	-	\$	1	\$ 64,300	\$ 64,301	

Details of the Company's mineral property interests are disclosed in full in the consolidated financial statements for the year ended December 31, 2024. Mineral property interests that have been impacted by transactions since January 1, 2025 are as follows:

# 9. MINERAL PROPERTY AND ROYALTY INTERESTS (cont'd)

## Tierra Roja Project - Peru

In September 2024, the Company was granted the exclusive option to acquire the Tierra Roja exploration-stage copper porphyry project, located in southern Peru. The Company may acquire a 100% interest in the Tierra Roja Project by making cash payments to the property owners totalling US\$5.0 million over a five-year period which will commence upon issuance of initial drill permits. Of this total amount, US\$1.0 million is required to be paid in instalments over the first three years, and US\$2.0 million is payable on each of the fourth and fifth anniversaries of the drill permit date. As of March 31, 2025, the Company has paid \$27,155 (US\$20,000) in option payments and \$37,145 in additional staking and finders' fee costs, all of which were recorded as acquisition costs during the 2024 fiscal year.

During the period ended March 31, 2025, the Company made a payment of \$3,588 (US\$2,500) upon signing a six month exclusivity agreement with a local landowner regarding nine exploration concessions, two of which are adjoining and seven which are within the broader district of the Tierra Project. The agreement allows the Company to conduct prospecting and evaluation of the licences, and the exclusive right to enter into an option agreement for any or all nine of the concessions.

## **Tlacolula NSR Royalty - Mexico**

Subsequent to March 31, 2025, the Company signed a net smelter returns ("NSR") royalty guarantee agreement for the Reduccion Tlacolula 2 mineral concession in Mexico with JRC Ingeniera y Construccion SAC ("JRC"), a private Peruvian company which acquired the property from Fortuna Mining Corp ("Fortuna"). The Company had previously held an NSR royalty on the property with Fortuna.

The royalty consists of a 2.0% NSR on future metal production from the property. The royalty may be reduced by up to 1.0% through cash payments to the Company of US\$1,500,000.

## **10. COMMITMENT**

During the 2024 fiscal year, the Company entered into a shared operating lease agreement for its office premises and paid a security deposit of \$3,907. The term of the lease is five years, commencing January 1, 2025 and includes an early termination option whereby the Company and the other two co-signers of the lease agreement can terminate the lease upon the third anniversary date with a payment equal to two months gross rent. The Company's portion of annual commitments under the lease, if the early termination option is not exercised, are as follows:

	\$ 200,897
2029	44,648
2028	41,612
2027	43,759
2026	40,798
2025	\$ 30,080

## 11. SHARE CAPITAL AND RESERVES

## **Common Shares**

The Company is authorized to issue an unlimited number of common shares without par value.

During the period ended March 31, 2025, a total of 142,858 share purchase warrants were exercised for proceeds of \$14,286,

There was no share capital activity during the period ended March 31, 2024.

#### **Share Purchase Warrants**

The following is a summary of changes in share purchase warrants from January 1, 2024 to March 31, 2025:

	Number of warrants	Weighted average exercise price
Balance, December 31, 2023	11,376,425	\$0.35
Issued	8,292,859	\$0.10
Balance, December 31, 2024	19,669,284	\$0.24
Exercised	(142,858)	\$0.10
Balance, March 31, 2025	19,526,426	\$0.25

As at March 31, 2025, the following warrants were outstanding:

Expiry date	Number of warrants	Exercise price
May 28, 2025	11,376,425	\$0.35
October 28, 2025	8,150,001	\$0.10
	19,526,426	

## **12. SHARE-BASED PAYMENTS**

#### a) Option Plan Details

The Company has a formal stock option plan in accordance with the policies of the TSX Venture Exchange ("TSX-V") under which it is authorized to grant options up to 10% of its outstanding shares to officers, directors, employees, and consultants. The exercise price of each option is not less than the closing market price of the Company's stock on the trading day prior to the date of grant. Options granted to investor relations personnel vest in accordance with TSX-V regulations. The options are for a maximum term of ten years.

The following is a summary of changes in options for the period ended March 31, 2025:

			_	D	uring the peri			
Grant date	Expiry date	Exercise price	Opening balance	Granted	Exercised	Expired / forfeited	Closing balance	Vested and exercisable
Oct 19, 2016	Oct 18, 2026	\$0.15	1,230,000	-	-	(50,000)	1,180,000	1,180,000
May 22, 2018	May 21, 2028	\$0.15	1,265,000	-	-	(30,000)	1,235,000	1,235,000
Nov 5, 2018	Nov 4, 2028	\$0.15	75,000	-	-	-	75,000	75,000
Oct 8, 2019	Oct 7, 2029	\$0.25	850,000	-	-	-	850,000	850,000
Mar 16, 2020	Mar 15, 2030	\$0.15	280,000	-	-	-	280,000	280,000
Dec 9, 2020	Dec 8, 2030	\$0.27	50,000	-	-	-	50,000	50,000
Feb 11, 2021	Feb 10, 2031	\$0.34	50,000	-	-	-	50,000	50,000
Mar 4, 2021	Mar 3, 2031	\$0.24	50,000	-	-	-	50,000	50,000
Oct 26, 2021	Oct 25, 2031	\$0.34	300,000	-	-	-	300,000	300,000
Jan 10, 2023	Jan 9, 2033	\$0.20	75,000	-	-	(75,000)	-	-
Jun 7, 2023	Jun 6, 2033	\$0.18	2,070,000	-	-	(195,000)	1,875,000	1,875,000
Sep 19, 2023	Sep 18, 2033	\$0.23	50,000	-	-	-	50,000	50,000
Mar 27, 2024	Mar 26, 2034	\$0.15	25,000	-	-	-	25,000	25,000
		_	6,370,000	-	-	(350,000)	6,020,000	6,020,000
W	eighted average ex	ercise price	\$0.19	\$0.19 \$0.18 \$0.1				\$0.19

The following is a summary of changes in options for the period ended March 31, 2024:

			_	D	uring the perio	od		
Grant date	Expiry date	Exercise price	Opening balance	Granted	Exercised	Expired / forfeited	Closing balance	Vested and exercisable
Oct 19, 2016	Oct 18, 2026	\$0.15	1,230,000	-	-	-	1,230,000	1,230,000
May 22, 2018	May 21, 2028	\$0.15	1,265,000	-	-	-	1,265,000	1,265,000
Nov 5, 2018	Nov 4, 2028	\$0.15	75,000	-	-	-	75,000	75,000
Oct 8, 2019	Oct 7, 2029	\$0.25	850,000	-	-	-	850,000	850,000
Mar 16, 2020	Mar 15, 2030	\$0.15	280,000	-	-	-	280,000	280,000
Dec 9, 2020	Dec 8, 2030	\$0.27	50,000	-	-	-	50,000	50,000
Feb 11, 2021	Feb 10, 2031	\$0.34	50,000	-	-	-	50,000	50,000
Mar 4, 2021	Mar 3, 2031	\$0.24	50,000	-	-	-	50,000	50,000
Oct 26, 2021	Oct 25, 2031	\$0.34	300,000	-	-	-	300,000	300,000
Jan 10, 2023	Jan 9, 2033	\$0.20	75,000	-	-	-	75,000	75,000
Jun 7, 2023	Jun 6, 2033	\$0.18	2,070,000	-	-	-	2,070,000	2,070,000
Sep 19, 2023	Sep 18, 2033	\$0.23	50,000	-	-	-	50,000	50,000
Mar 27, 2024	Mar 26, 2034	\$0.15	-	25,000	-	-	25,000	25,000
		_	6,345,000	25,000			6,370,000	6,370,000
W	eighted average ex	ercise price	\$0.19	19 \$0.15 \$0.19				\$0.19

#### 12. SHARE-BASED PAYMENTS (cont'd)

b) Fair Value of Options Granted During the Period

No options were granted during the period ended March 31, 2025. The fair value at grant date of options granted during the period ended March 31, 2024 was \$0.10 per option.

The weighted average remaining contractual life of the options outstanding at March 31, 2025 is 4.99 years (December 31, 2024: 5.34 years).

## **Options Issued to Employees**

The fair value at grant date is determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date, the expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

## **Options Issued to Non-Employees**

Options issued to non-employees are measured based on the fair value of the goods or services received, at the date of receiving those goods or services. If the fair value of the goods or services received cannot be estimated reliably, the options are measured by determining the fair value of the options granted using the Black-Scholes option pricing model.

The model inputs for options granted during the period ended March 31, 2024 included:

Grant date	Expiry date	Share price at grant date	Exercise price	Risk-free interest rate	Expected life	Volatility factor	Dividend yield
Mar 27, 2024	Mar 26, 2034	\$0.13	\$0.15	3.42%	10 years	77%	0%

The expected volatility is based on the historical volatility (based on the remaining contractual life of the options), adjusted for any expected changes to future volatility due to publicly available information. The risk free rate of return is the yield on a zero-coupon Canadian Treasury Bill of a term consistent with the assumed option life. The expected average option term is the average expected period to exercise, based on the historical activity patterns for each individually vesting tranche.

Option pricing models require the input of highly subjective assumptions, including the expected price volatility. Changes in these assumptions can materially affect the fair value estimate and, therefore, the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

## c) Expenses Arising from Share-based Payment Transactions

Total expenses arising from the share-based payment transactions recognized during the period ended March 31, 2025 as part of share-based compensation expense was \$Nil (2024: \$2,593).

## **13. RELATED PARTY TRANSACTIONS**

The Company had transactions during the periods ended March 31, 2025 and 2024 with related parties who consisted of directors, officers and the following companies with common directors:

Related Party	Nature of Transactions
Mill Street Services Ltd. ("Mill Street")	Management fees
Gold Group Management Inc. ("Gold Group")	Shared general and administrative expenses
Rackla	Investment and shared office lease
Volcanic	Investment, property transactions, exploration
	support and shared office lease

The following are balances and transactions with related parties not disclosed elsewhere in these condensed interim consolidated financial statements.

The Company reimburses Gold Group, a company controlled by Simon Ridgway, a Director of the Company, for shared administrative costs and other business-related expenses paid by Gold Group on behalf of the Company. During the periods ended March 31, 2025 and 2024, the Company reimbursed Gold Group the following:

	Three months ended M				
	2025		2024		
General and administrative expenses:					
Office and miscellaneous	\$ 18,258	\$	11,036		
Shareholder communications	4,748		7,553		
Salaries and benefits	31,751		41,117		
Transfer agent and regulatory fees	105		1,500		
Travel and accommodation	5,879		2,147		
	\$ 60,741	\$	63,353		
Exploration expenditures	\$ 6,183	\$	9,600		

Gold Group salaries and benefits costs for the periods ended March 31, 2025 include those for the Chief Financial Officer and Corporate Secretary (2024: include those for the Chief Financial Officer, Corporate Secretary, and former Vice President Corporate Development).

During the period ended March 31, 2025, Volcanic charged \$24,139 (2024: \$Nil) to the Company for joint venture costs and \$Nil (2024: \$9,500) for shared exploration costs.

Receivables include an amount of \$13,583 (December 31, 2024: \$4,074) owed from Gold Group for shared administrative costs.

Prepaid expenses and deposits include an amount of \$8,060 (December 31, 2024: \$1,456) paid to Gold Group for shared office and administrative services.

Long-term deposits include an amount of \$60,000 (December 31, 2024: \$60,000) paid to Gold Group as a deposit on the shared office and administrative services agreement.

Accounts payable and accrued liabilities include \$18,102 (December 31, 2024: \$21,024) to Bruce Smith, the Chief Executive Officer of the Company, for management fees and expense reimbursement, and \$143,007 (December 31, 2024: \$108,868) payable to Volcanic for shared exploration and joint venture costs.

# **13. RELATED PARTY TRANSACTIONS** (cont'd)

## Key management compensation

Key management personnel are those responsible for planning, directing and controlling the activities of an entity, and include certain directors and officers. Key management compensation comprises:

	Three months ended March 31,				
	2025		2024		
Geological fees included in exploration expenditures	\$ 31,000	\$	22,500		
Management fees	14,750		10,500		
Salaries, benefits and fees*	7,258		13,947		
	\$ 53,008	\$	46,947		

\*Included in reimbursements to Gold Group

Key management compensation includes management and geological fees paid to Mill Street, a company controlled by Simon Ridgway, a director of the Company.

The Company incurred the following expenditures charged by non-key management officers and companies which have common directors with the Company in the periods ended March 31, 2025 and 2024:

	Three months ended March			
	2025		2024	
General and administrative expenses:				
Salaries and benefits	\$ 6,800	\$	8,160	
Exploration expenditures:				
Salaries and benefits	3,444		4,475	
	\$ 10,244	\$	12,635	

# 14. SEGMENTED INFORMATION

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision maker, or decision-making group, in deciding how to allocate resources and in assessing performance. All of the Company's operations are within the mining sector relating to mineral exploration. Due to the geographic and political diversity, the Company's exploration operations are decentralized whereby exploration managers are responsible for business results and regional corporate offices provide support to the exploration programs in addressing local and regional issues. The Company's operations are therefore segmented on a district basis. The Company's assets were located in Canada, Guatemala, Mexico, Peru, and Cayman Islands. Details of identifiable assets by geographic segments are as follows:

Year ended March 31, 2025	Canada	Gı	ıatemala		Mexico		Peru		Other	Co	nsolidated
Exploration expenditures	\$ -	\$	24,139	\$	21,973	\$	136,859	\$	23,803	\$	206,774
Investment income	396		-		-		-		-		396
Amortization	576		-		2,741		-		-		3,317
Depreciation on right-of-use asset	4,618		-		-		-		-		4,618
Interest expense on lease liability	2,239		-		-		-		-		2,239
Net loss	(106,085)		(24,139)		(24,185)		(142,207)		(26,684)		(323,300)
Period ended March 31, 2024			Canada	Gi	uatemala		Mexico		Other	Сог	solidated
Exploration expenditures		\$	_	\$	12,666	\$	77,181	\$	23,737	\$	113,584
Investment income		Ψ	2,386	Ŷ	-	Ŷ	-	Ŷ		Ŷ	2,386
Depreciation on right-of-use asset			15.075		-		-		-		15,075
Interest expense on lease liability			1,797		-		-		-		1,797
Net loss			(94,999)		(12,666)		(80,188)		(29,241)		(217,094)
As at March 31, 2025	Canada	G	uatemala		Mexico		Peru		Other	С	onsolidated
Total current assets	\$ 1,382,744	\$	16,804	\$	260,561	\$	11,657	\$	8,620	\$	1,680,386
Total non-current assets	166,267		1		132,143		64,300		-		362,711
Total assets	\$ 1,549,011	\$	16,805	\$	392,704	\$	75,957	\$	8,620	\$	2,043,097
Total liabilities	\$ 298,089	\$	3,486	\$	145,979	\$	250	\$	-	\$	447,804
As at December 31, 2024	Canada	G	uatemala		Mexico		Peru		Other	Co	onsolidated
Total current assets	\$ 1,159,227	\$	16,684	\$	279,666	\$	8,882	\$	11,501	\$	1,475,960
Total non-current assets	171,461		1		125,322		64,300		-		361,084
Total assets	\$ 1,330,688	\$	16,685	\$	404,988	\$	73,182	\$	11,501	\$	1,837,044
Total liabilities	\$ 289,950	\$	3,461	\$	143,842	\$	317	\$		\$	437,570

## 15. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company is exposed to the following financial risks:

- Market Risk
- Credit Risk
- Liquidity Risk

In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these condensed interim consolidated financial statements.

## 15. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd)

## **General Objectives, Policies and Processes**

The Board of Directors has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's finance function. The Board of Directors receive periodic reports through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility. Further details regarding these policies are set out below.

#### a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices are comprised of three types of risk: foreign currency risk, interest rate risk, and equity price risk.

## Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to fluctuations in foreign currencies through its operations in foreign countries. The Company monitors this exposure but has no hedge positions. As at March 31, 2025, the Company is exposed to currency risk through the following financial assets and liabilities denominated in currencies other than the Canadian dollar:

	March 31, 2025								
	US Dollar	Mexican Peso	Guatemala Quetzal	Peruvian Sol					
	(CDN equivalent)	(CDN equivalent)	(CDN equivalent)	(CDN equivalent)					
Cash	\$ 252,938	\$ 501	\$ 10,724	\$ 10,686					
Receivables	-	124,492	-	-					
Current liabilities	(3,669)	(145,979)	(3,486)	(250)					
	\$ 249.269	\$ (20.986)	\$ 7.238	\$ 10.436					

		December 31, 2024									
		US Mex Dollar			n Guatemala 50 Quetzal			eruvian Sol			
	e	(CDN quivalent)		(CDN equivalent)		(CDN equivalent)		(CDN uivalent)			
Cash	\$	273,535	\$	4,188	\$	10,647	\$	7,982			
Receivables		-		120,725		-		-			
Current liabilities		(13,265)		(143,678)		(3,461)		(317)			
	\$	260,270	\$	(18,765)	\$	7,186	\$	7,665			

Based on the above net exposures at March 31, 2025, a 10% depreciation or appreciation of the above currencies against the Canadian dollar would result in an approximate \$24,600 (December 31, 2024: \$25,600) increase or decrease in profit or loss, respectively.

## 15. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd)

#### Commodity Price Risk

The Company's royalty revenue has been derived from a royalty interest that is based on the extraction and sale of gold. Factors beyond the control of the Company may affect the marketability of gold discovered or extracted. Gold prices have historically fluctuated widely. Consequently, the economic viability of the Company's royalty interest cannot be accurately predicted and may be adversely affected by fluctuations in gold prices. The Company has not engaged in any hedging activities. The Company is not exposed to commodity price risk as the Company did not earned any royalty revenue during the periods ended March 31, 2025 and 2024.

## Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company does not have any borrowings. Interest rate risk is limited to potential decreases on the interest rate offered on cash held with chartered Canadian financial institutions. The Company considers this risk to be limited as it holds no assets or liabilities subject to variable rates of interest.

## Equity Price Risk

Equity price risk is the uncertainty associated with the valuation of assets arising from changes in equity markets. The Company's equity investments consisting of common shares are exposed to significant equity price risk due to the potentially volatile and speculative nature of the businesses in which the investments are held. The Company's equity investments are monitored by the Board with decisions on sale or exercise taken by Management. A 10% decrease in fair value of the shares would result in an approximate \$107,000 (December 31, 2024: \$57,000) decrease in comprehensive income and shareholders' equity.

#### b) Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash and cash equivalents, equity investments, and receivables. The Company limits exposure to credit risk by maintaining its cash and cash equivalents with large financial institutions. The Company does not have cash and cash equivalents or equity investments that are invested in asset based commercial paper. For other receivables, the Company estimates, on a continuing basis, the probable losses and provides a provision for losses based on the estimated realizable value.

## c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to provide reasonable assurance that it will have sufficient funds to meet liabilities when due. The Company manages its liquidity risk by forecasting cash flows required by operations and anticipated investing and financing activities. At March 31, 2025, the Company had working capital of \$1.31 million (December 31, 2024: \$1.12 million) available to apply against short-term business requirements. All of the Company's financial liabilities have contractual maturities of less than 45 days and are subject to normal trade terms with the exception of the Company's lease liability which matures based on the lease agreement (Note 8).

#### **Determination of Fair value**

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Management considers that due to their short-term nature the carrying amounts of financial assets and financial liabilities, which include cash and cash equivalents, receivables, deposits, and accounts payables and accrued liabilities are assumed to approximate their fair values.

## 15. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd)

#### **Fair Value Hierarchy**

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

Level 1	Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2	Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
Level 3	Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The equity investments are based on quoted prices and are therefore considered to be Level 1. The lease liability is based on inputs other than quoted prices and therefore considered to be Level 3. As of March 31, 2025, there was no embedded derivative on royalty income receivables derived from gold prices to include as a Level 2 measurement and therefore no fair value measurement was necessary. There were no transfers between Levels 1, 2, or 3 during the period ended March 31, 2025.

## **16. CAPITAL MANAGEMENT**

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to advance its mineral properties. In order to facilitate the management of its capital requirements, the Company prepares periodic budgets that are updated as necessary. The Company manages its capital structure and adjusts it to effectively support the acquisition and exploration of mineral properties. The properties in which the Company currently has a direct or indirect interest are in the exploration or development stage. As such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company monitors its cash and cash equivalents, equity investments, common shares, and stock options as capital. There were no changes in the Company's approach to capital management during the period ended March 31, 2025. The Company's investment policy is to hold cash in interest bearing bank accounts or highly liquid short-term interest-bearing investments with maturities of one year or less and which can be liquidated at any time without penalties. Neither the Company nor any of its subsidiaries is subject to externally imposed capital requirements and does not have exposure to asset-backed commercial paper or similar products. The Company does not expect its current capital resources to be sufficient to cover its corporate operating costs and potential mineral property acquisitions or significant exploration expenditures through the next twelve months. As such, the Company will continue to seek to raise additional capital and believes it will be able to do so, but recognizes the uncertainty attached thereto. Actual funding requirements may vary from those planned due to a number of factors, including future property option payments, potential property acquisitions and exploration activity.



## (the "Company")

## INTERIM MANAGEMENT'S DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS

For the Three Months Ended March 31, 2025

## General

This interim Management's Discussion and Analysis ("Interim MD&A") supplements, but does not form part of, the unaudited condensed interim consolidated financial statements of the Company for the three months ended March 31, 2025. The following information, prepared as of May 27, 2025, should be read in conjunction with the Company's unaudited condensed interim consolidated financial statements for three months ended March 31, 2025 and the related notes contained therein. The Company reports its financial position, results of operations and cash flows in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). In addition, the following should be read in conjunction with the audited annual consolidated financial statements of the Company for the year ended December 31, 2024 and the related MD&A. All amounts are expressed in Canadian dollars unless otherwise indicated. The March 31, 2025 condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

The Company's public filings, including its most recent unaudited and audited financial statements can be reviewed on the SEDAR+ at (www.sedarplus.ca).

#### **Forward Looking Information**

This Interim MD&A contains certain statements which constitute forward-looking information within the meaning of applicable Canadian securities legislation ("Forward-looking Statements"). All statements included herein, other than statements of historical fact, are Forward-looking Statements and are subject to a variety of known and unknown risks and uncertainties which could cause actual events or results to differ materially from those reflected in the Forward-looking Statements. The Forward-looking Statements in this Interim MD&A include, without limitation, statements relating to:

- the Company's planned exploration activities for its mineral properties;
- the Company's equity investments;
- the suspension of receiving royalty payments from the Tambor Project;
- the intended use of proceeds received from past and possible future financing activities;
- the sufficiency of the Company's cash position and its ability to raise, if needed, equity capital or access debt facilities; and
- maturities of the Company's financial liabilities or other contractual commitments.

Often, but not always, these Forward-looking Statements can be identified by the use of words such as "anticipates", "believes", "plans", "estimates", "expects", "forecasts", "scheduled", "targets", "possible", "strategy", "potential", "intends", "advance", "goal", "objective", "projects", "budget", "calculates" or statements that events, "will", "may", "could" or "should" occur or be achieved and similar expressions, including negative variations.

Forward-looking Statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any results, performance or achievements expressed or implied by the Forward-looking Statements. Such uncertainties and factors include, among others:

• risks associated with mineral exploration activities, and investing in companies which conduct mineral exploration and development activities;

- due diligence investigations on potential investments not identifying all relevant facts;
- inability to dispose of illiquid securities;
- receipt of royalty payments from the Tambor Project;
- fluctuations in commodity prices;
- fluctuations in foreign exchange rates and interest rates;
- credit and liquidity risks;
- changes in national and local government legislation, taxation, controls, regulations and political or economic developments in countries in which the Company does or may carry on business;
- reliance on key personnel;
- property title matters and local community relationships;
- risks associated with potential legal claims generally or with respect to environmental matters;
- adequacy of insurance coverage;
- dilution from further equity financing;
- competition;
- uncertainties relating to general economic conditions; and
- risks relating to pandemics, epidemics and public health crises, and the impact they might have on the Company's business, operations, financial condition and/or share price,

as well as those factors referred to in the "Risks and Uncertainties" section in this Interim MD&A.

Forward-looking Statements contained in this Interim MD&A are based on the assumptions, beliefs, expectations and opinions of management, including but not limited to:

- all required third party contractual, regulatory and governmental approvals will be obtained for the exploration and development of the Company's properties;
- there being no significant disruptions affecting operations, whether relating to labour, supply, power, damage to equipment or other matter;
- permitting, exploration and/or development activities proceeding on a basis consistent with the Company's current expectations;
- ability to sell our equity investments as needed;
- receipt of royalty payments from the Tambor Project will re-commence;
- due diligence investigations on potential investments will reveal all relevant facts;
- expected trends and specific assumptions regarding commodity prices and currency exchange rates; and
- prices for and availability of fuel, electricity, equipment and other key supplies remaining consistent with current levels.

These Forward-looking Statements are made as of the date hereof and the Company disclaims any obligation to update any Forward-looking Statements, whether as a result of new information, future events, or results or otherwise, except as required by law. There can be no assurance that Forward-looking Statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, investors should not place undue reliance on Forward-looking Statements.

#### **Business of the Company**

The Company has been exploring for precious metals in the Americas for over two decades, which has resulted in the discovery of several gold deposits in Central America. Management is constantly exploring new targets and evaluating opportunities in order to maintain a portfolio of compelling targets and a pipeline of projects in various stages of exploration and drilling. The Company explores projects with the goal of delivering value to the shareholders through exploration discovery, either 100% in the Company or via partnerships where appropriate.

On October 29, 2024, the Company closed a non-brokered private placement of 8,292,859 units at \$0.07 per unit for gross proceeds of \$580,500. Each unit consisted of one common share of the Company and one warrant entitling the holder to purchase one additional common share of the Company at \$0.10 for one year following the closing. The proceeds of this financing is being used to fund an exploration program on the Tierra Roja Project in Peru (see property description below), and for general working capital purposes.

A summary of the Company's investments, properties, and royalty interests is provided below:

Investments

For a description of the Company's equity investments activity during the period from January 1, 2024 to March 31, 2025, please see Note 5 of the Company's March 31, 2025 condensed interim consolidated financial statements.

The Company's current cash and cash equivalents on hand is approximately \$617,000 and its current investments consist of:

Electrum Discovery Corp. ("Electrum") (formerly Medgold Resources Corp.) 632,906 shares Current market value: \$44,000	Electrum is a TSX-V listed Canadian-based mineral exploration and development company focused on the Western Tethyan Belt with activities in the Republic of Serbia. The Company has several copper–gold assets with significant exploration potential, including its flagship Timok East Project.
<i>Rackla Metals Inc. ("Rackla")</i> 2,009,775 shares Current market value: \$612,000	Rackla is a TSX-V listed mineral exploration company targeting Reduced Intrusion-Related Gold Systems (RIRGS) mineralization on its gold projects located in the Tombstone Gold Belt within the Selwyn Basin of the Yukon and Northwest Territories.
<i>Volcanic Gold Mines Inc. ("Volcanic")</i> 830,412 shares Current market value: \$107,000	Volcanic is a TSX-V listed company focused on building multi- million ounce gold and silver resources in underexplored countries. It owns a 60% interest in the Company's Holly and Motagua Norte gold/silver properties located in eastern Guatemala, and has published an Inferred Mineral Resource for the Holly property.

## Property Interests

#### Regional Exploration

The Company is constantly prospecting and evaluating new properties, with geological field teams assessing new targets to maintain the Company's pipeline of projects. The Company recently identified for acquisition the Tierra Roja copper property located in Peru and described below.

## Peru – Tierra Roja Copper Project

In September 2024, the Company was granted the exclusive option to acquire the Tierra Roja exploration-stage copper project which is located in the Atacama Desert, southern Peru, at an elevation of 1,700 masl and 20 kilometres from the coast and Pan American highway. The project site is accessible by road and 4x4 tracks. Tierra Roja is at the northern end of the southern Peru coastal copper belt which hosts some of the largest copper mines in the world. Peru is the second largest copper producer globally. There has been no drilling or significant exploration conducted at Tierra Roja.

In December 2024, the property under option was increased to 1,870 hectares, and in early 2025, the Company signed an exclusivity agreement for a further 1,800 hectares adjoining the Tierra Roja concessions, which would increase the project total to 3,670 hectares. As well, the Company has the exclusive right to option an additional 4,500 hectares of exploration licenses within the broader district, covering three additional targets. With the Tierra Roja project and three new properties to explore, the Company has rapidly consolidated a compelling land position in one of the world's top producing copper belts in southern Peru.

The core of Tierra Roja hosts an 800 metre diameter circular anomaly with wide-spread ferruginous, sulphate soil crust developed over strong clay, sericite and silica alteration. In arid climates sulphate crusts can indicate underlying copper

mineralization. The presence suggests that sulfide oxidation and leaching have occurred, which may point to deeper copper enrichment zones.

The rusty clay sulphate crust present at Tierra Roja is a few metres thick and largely hides the underlying copper oxide mineralization. The property optionor, Mr. Montoya, a Peruvian geologist with over 50 years field experience, including senior positions with copper companies: Asarco Inc (Central America, Chile), Lowell Mineral Exploration (Chile, Peru), TVX Gold (Peru, Mexico) and Minsur (Peru), recognized the remote colour anomaly and the significance of the sulphate crust and staked the project. Mr. Montoya cut road access with a bulldozer, breaking the ferruginous sulphate crust, and exposed widespread oxide copper mineralization covering an area of 800 x 600 metres.

A total of 663 original rock chip channels (2 to 3 metres) were sampled by Mr. Montoya from the road cuts, tracks and drainages. As part of the Company's due-diligence, 50 duplicates and control samples were collected. These 713 samples define a large-scale copper system that is hosted in a multiphase intrusive complex.

Copper mineralization occurs as copper oxides, predominately malachite, chrysocolla and brocantite both disseminated within the felsic intrusives and concentrated in wide structural zones. High grades above 3% copper (max 12.5%) have been sampled at multiple locations over the property. Relict sulphide halos indicate that the intrusive host is the likely source of the copper mineralization which has been leached, oxidized and remobilized.

The main felsic intrusive host is intensely silicified, with strong sericite clay alteration (phyllic) combined with intense leaching of sulphides and supergene secondary enrichment of copper oxides. Wide halos of epidote, chlorite (propylitic) alteration are observed on the distal margins of the system.

## Exploration and Drilling Plans

The Company's geological team is conducting exploration work at Tierra Roja with local input and geological and operational staff provided by our project partners. Since optioning the property, the Company has been actively advancing exploration at Tierra Roja. Detailed geological mapping, geochemical sampling and ground based magnetic surveys have been completed and compelling drill targets defined. Drill permitting is well advanced and IP/Resistivity surveys are scheduled to commence promptly. Plans are in place for an upcoming drill program to test high-priority targets.

#### Option and Exclusivity Terms

The Company may acquire a 100% interest in the 1,870 hectare Tierra Roja Project by making cash payments to the property owners totalling US\$5.0 million over a five-year period which will commence upon issuance of initial drill permits. Of this total amount, US\$1.0 million is required to be paid in instalments over the first three years, and US\$2.0 million is payable on each of the fourth and fifth anniversaries of the drill permit date.

The Company has also signed a 6 month exclusivity agreement with a local landowner to option if it chooses any or all of nine exploration concessions totaling approximately 6,300 hectares. Two of the claims, called the Hidekel property, cover approximately 1,800 hectares and directly adjoin the Tierra Roja project. US\$2,500 has been paid on signing the exclusivity agreement. The agreement allows the Company to conduct prospecting and evaluation of the licences, and the exclusive right to enter into an option agreement for each property.

#### Mexico – Amalia Project

The Amalia Project was initially comprised of 9,794 hectares located in the Sierra Madre gold belt in the State of Chihuahua, Mexico, approximately 25 kilometres southwest of the historic Guadalupe y Calvo mining district.

In July 2018, the Company granted to Pan American Silver Corp. ("Pan American") an exclusive option to earn an initial 65% interest in the Amalia Project. In late 2019, the Company signed an agreement with a private family to option the 800-hectare Palmillas Property which adjoins the Amalia Project and covers the northeastern and southwestern strike extension of the Amalia fault zone. In November 2024, the Company exercised this option to acquire 100% ownership of the Palmillas Property. Pursuant to the Company's option agreement with Pan American, the Palmillas Property is included within the Amalia Project.

Pan American has exercised its option to earn the initial 65% interest in the combined Amalia Project and Palmillas Property, having made cash payments to the Company totaling US\$1.5 million and expending a minimum of US\$2 million on exploration

and reimbursement of the Company's costs to maintain its option agreements with the owners of Amalia and Palmillas. Pan American may earn an additional 10% by advancing the property to preliminary feasibility by June 2025. Pan American, as the operator, is funding and managing the expanded project in accordance with its option agreement terms.

## Drilling Completed at Amalia

67 drill holes totaling 23,058 metres have been completed at the Amalia project. 10,588 metres in 31 holes have been completed on the Amalia vein system, 3,814 metres in 14 holes completed in the California vein system, and 8,655 metres in 22 holes completed in the El Cuervo vein system. Significant high-grade gold-silver mineralization has been defined at each target.

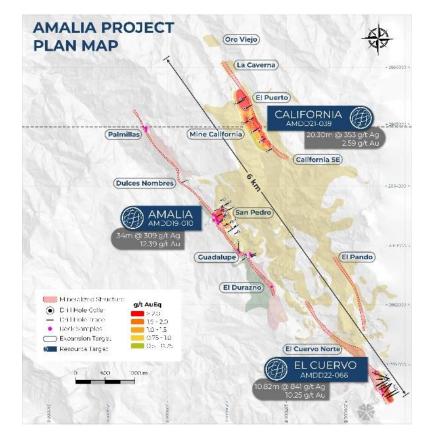
Since completion of drilling at El Cuervo in August 2022, geological mapping and surface sampling has further defined and extended drill targets across the property.

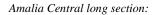
ZONE	# HOLES	# METRES DRILLED				
Amalia	31	10,588.6				
California	14	3,813.8				
El Cuervo	22	8,655.6				
TOTALS:	67	23,058.0				

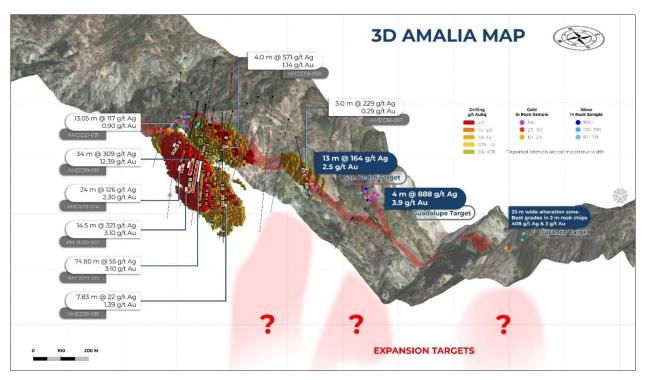
Detailed drill results, cross-sections, long-section, plan map and core photos are available on the Company's website (http://www.radiusgold.com/s/amalia.asp).

At Amalia, California and El Cuervo, impressive wide-width and high-grade gold and silver was intercepted at each of the three main targets drilled. A plan map and long sections from the main targets is included in the figures below.

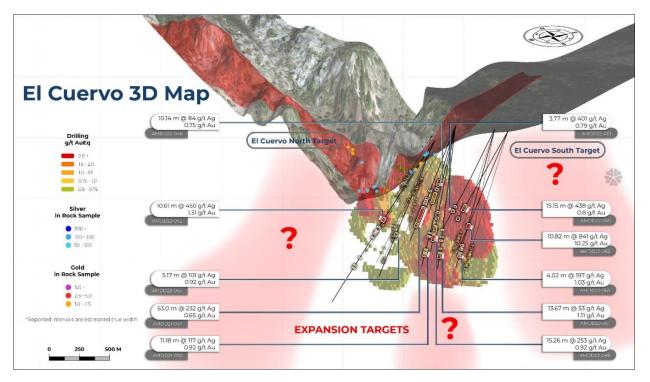
#### Amalia project plan map:



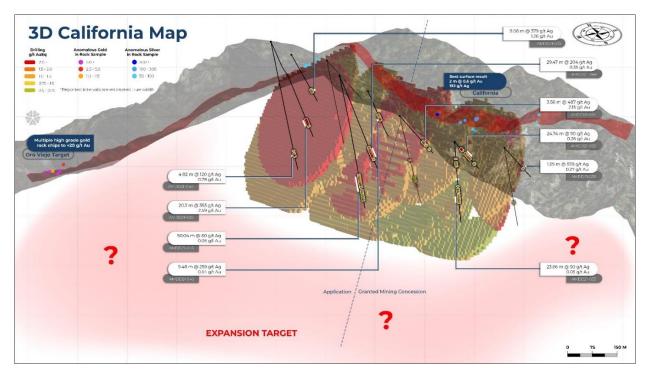




El Cuervo long section:



California long section:



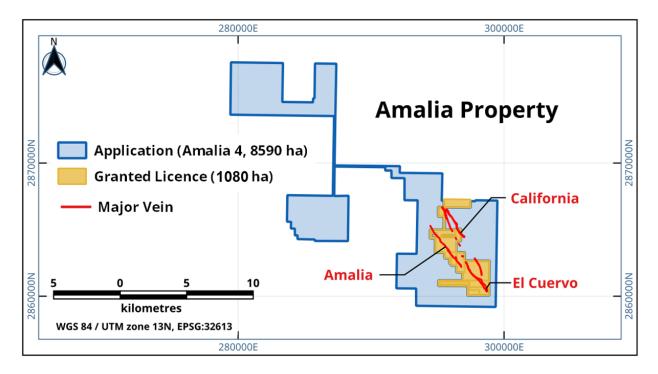
## Quality Assurance / Quality Control

Reported drilling was carried out using NQ and HQ size tooling. Drill core was cut in half using a rock saw with one half of the core then taken as a sample for analysis. Sample intervals are generally 1 metre intervals, producing samples of between 2 to 9 kilograms. Half-core samples are delivered to the ALS Geochemistry laboratory facilities in Chihuahua, Mexico. The samples are fire assayed for Au and are analysed for Ag and multi-elements using method code ME-ICP61 following a four-acid digestion. Over-limits are analysed using an appropriate method. Multi-element geochemical standards and blanks are routinely entered into the drill core sample stream to monitor laboratory performance. Quality control samples submitted to ALS were returned within acceptable limits.

## Concessions

The Amalia project (excluding the Palmillas concessions) consists of 378 hectares of core granted licenses and an 8,590 hectare Amalia 4 claim application. The Company and project JV partner Pan American have completed all the requirements, fee payments and surveys for the Amalia 4 application. The mining authority of Chihuahua has processed and approved the submission without fault and passed the license to the Mexico Mining Directorate proposing title issuance. The regulated time for the mining authority to comment and request revision has passed and granting of title is a legal requirement under the mining law. On May 4, 2023, the Company filed a legal demand to enforce the granting of title. Legal counsel believes the Company has clear legal right to the application and title.

The Mexico government's Mining Law Reform was published in the Federal Register on May 8, 2023, and includes changes to Mexico's Mining Law, National Waters Law, General Law of Ecological Equilibrium and Environmental Protection and General Law for the Prevention and Integral Handling of Wastes. The law reform was widely published and became effective on May 9, 2023, and certain provisions intend to restrict mineral exploration activities. It is unconstitutional to retroactively apply laws in Mexico, and the Company's management believes the new laws should not apply to the Companies' existing projects and licenses. As have almost all active exploration and mining companies in Mexico, the Company has filed legal challenges to the application of the reforms on all its properties and projects. The final status of those challenges has not been decided by the courts and the Company is still in appeal stages, including Amalia 4.



## Property Outlook

The Amalia project is a large gold-silver epithermal system with an excess of 10 kilometres strike of vein systems, and mineralization extending over 1,000 vertical metres. Significant mineralization has been defined at the three main targets drilled to date (Amalia, California & El Cuervo). The targets are open at depth and along strike and many other targets remain to be drill tested including: Oro Viejo, La Caverna, California SE, El Durazno and Palmillas.

The Company's management is in discussion with Pan American to chart the best way forward for both companies.

#### *Mexico – Rambler Project*

In January 2019, the Company staked the 10,379 hectare Rambler Project located in the Sierra Madre Mountains of the State of Chihuahua, Mexico, approximately 20 kilometres northwest of the Company's Amalia Project. The project area is previously unexplored with only minor historic artisanal-scale pitting of surface outcrops known. The Company's geologists discovered the project during regional prospecting surveys. Epithermal silver/gold (plus significant copper, zinc and lead) mineralization has been sampled by the Company in several veins, vein breccias and disseminated zones over a 9 kilometre north-west trend. The property will be further evaluated once the license application has been granted.

#### **Guatemala** Properties

In August 2024, the Company announced that Volcanic had acquired a 60% interest in the Company's Holly and Motagua Norte gold-silver properties in Guatemala. As a result, the Company and Volcanic formed a standard 40/60 joint venture in order to further develop the properties.

Recent exploration activities conducted by Volcanic on the Holly and Motagua Norte Properties are summarized below.

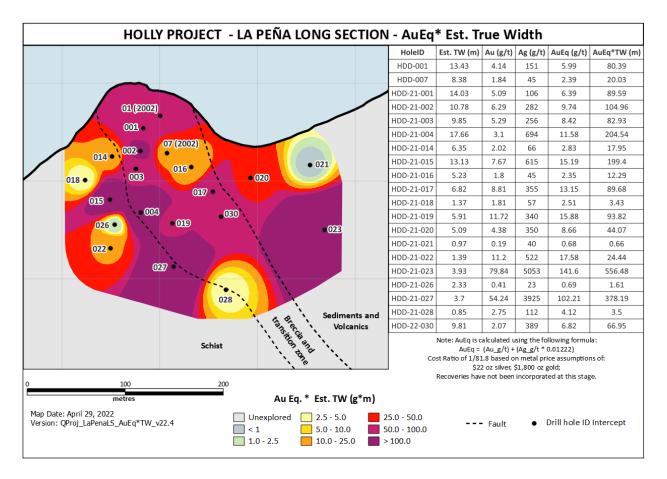
#### Holly Project

In 2021, Volcanic conducted a diamond core drilling program at the Holly Project to explore a series of high-grade northweststriking veins cross-cutting a segment of the regional east-west trending Jocotan structure: La Peña, Amber, El Pino and Alpha veins. A total of 32 drill holes for 5,259 metres of drill core were completed, with the following highlights:

- Drilling successfully tested three distinct vein sets cutting the Jocotan fault zone.
- High-grade gold and silver intercepts confirmed and extended the La Peña vein system to at least 200 metres below surface.
- Exploratory drilling on the Amber, El Pino and Alpha veins confirmed mineralization.

The drilling successfully extended the high-grade La Peña vein to depth and along strike and improved understanding of the controls on high-grade mineralization, providing enough information for a maiden mineral resource estimation. The La Peña vein remains open in all directions. Several holes also cut high-grade gold in the Amber, Alpha and El Pino veins at a shallow depth, confirming that they all have significant potential which will be tested in future drill programs.

Figure 1: Holly Project: La Peña target long section with assay results table.



On June 9, 2022, the Company and joint venture partner, Volcanic, announced a maiden Inferred Mineral Resource Estimate for the La Peña vein system on the Holly property. The mineral resource estimate is reported in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum Definition Standards (2014) incorporated by reference in National Instrument 43-101 - Standards of Disclosure for Mineral Projects.

Highlights

- A maiden inferred mineral resource has been estimated for the first target, La Peña vein at the Holly project, Guatemala.
- The high-grade La Peña vein remains open to expansion along strike and importantly at depth, where exceptionally high-grade results have been returned.
- Multiple other drill targets remain un-tested at Holly with potential for new discoveries.

# Table 1: Holly, Peña Vein Resource Estimate(Effective date 7th June, 2022)

Category	grade AuEq <sup>(2)</sup>			Silver (g/t)	Gold (oz)	Silver (oz)	Gold Equivalent <sup>(2)</sup> (g/t)	Gold Equivalent <sup>(2)</sup> (oz)
Inferred	3.00	1.32	6.46	256	272,110	10,913,360	9.57	406,316

Notes:

- 1. Resources estimated using a 3.0 g/t Gold equivalent cut-off grade and a top cap grade of 100 g/t Gold and 2,000 g/t Silver and presented on a 100% -basis.
- 2. Gold Equivalent Au(eq) values based on Au US\$1800 per troy ounce and Ag US\$22 per troy ounce using formula (Au g/t + (Ag g/t\*0.01222)).
- 3. Mineral Resources which are not Mineral Reserves have not demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. The mineral resources in this report were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum standards on mineral resources and reserves, definitions, and guidelines prepared by the CIM standing committee on reserve definitions and adopted by the CIM council. Notwithstanding, to meet the requirement that the reported Mineral Resources show "reasonable prospects for eventual economic extraction".
- 4. The quantity and grade of reported Inferred resources in this estimation are uncertain in nature and there has been insufficient exploration to define these Inferred Resources as an Indicated or Measured Mineral Resource. It is uncertain if further exploration will result in upgrading them to an Indicated or Measured Mineral Resource category.
- 5. Contained metal and tonnes figures in totals may differ due to rounding.

The Mineral Resource Estimate is underpinned by data from 21 diamond drillholes totalling 3,707 metres of drilling. Drill spacing ranges between 20 and 100 metres. All sample data was composited to a 2D dataset (linear grade and true thickness values) prior to analysis and estimation. The sample database and the topographic survey were reviewed and validated by Bruce Smith, Ludving Monroy and Shawn Rastad prior to being supplied to John Arthur, an independent UK based Resource Consultant. Geological domain modelling was completed by Bruce Smith and Dr John Arthur. Mineral Resource domain modelling, grade interpolation, Mineral Resource classification and reporting of the Mineral Resource statement, was performed by Dr John Arthur. Dr Arthur, Mr Smith, Mr Monroy and Mr Rastad are "qualified persons" within the meaning of National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101"). Block modelling was carried out using cell dimensions of 32mE by 32mN by 8 mRL and was coded to reflect the surface topography and mineralised zones. Density values were globally assigned into two zones. An upper zone between 50 to 100 metres from surface had an average density of 2.52t/m<sup>3</sup> was applied. The Mineral Resource Estimate has been classified based on data density, data quality, confidence in the geological interpretation and confidence in the robustness of the grade interpolation.

The technical report for the Mineral Resource Estimate was filed on July 27, 2022, and is available on SEDAR+ at www.sedarplus.ca.

#### Technical studies and permitting

The Company considers that the demonstrated high-grade and good access to a nearby mine development project means that the Holly Project has a good chance of being developed. Further drilling will determine whether Holly will support a standalone mill, or if the ore should be processed elsewhere. Based on this positive outlook the Volcanic/Radius team is in the process of applying to upgrade the Holly exploration license to an exploitation license.

The initial technical studies to support the application, including a civil engineering design for an underground mine to exploit the principal La Peña vein, were submitted to and reviewed by the competent authorities. The application has advanced to the second stage and the Company is now responding to requests for additional information. The study envisages using transverse and longitudinal longhole stoping with cemented cavity fill on eleven levels, 30 metres apart, to a depth of 300 metres below surface with access via a spiral decline. Processing would be off-site. The mine design is an early-stage concept for permitting purposes and does not meet the requirements of a preliminary economic assessment. The Holly deposit is currently at an

inferred level of confidence and open in all directions and further drilling is required to improve the level of confidence in the mineral resource estimation as well as define the full lateral and depth extent of any future mining operation. This study is the principal requirement to support the current application to upgrade the Holly project licence from an exploration to exploitation licence.

#### Resumption of Exploration

On March 3, 2025, the Company and Volcanic announced the resumption of exploration activities on the Holly Property. Volcanic has drilling permits in place and is working with landowners, local authorities and the local community for a social licence to operate. Additional drilling will aim to extend the depth and strike extent of mineralization and tighten drill spacing to upgrade the confidence level of the mineral resource.

Initial drilling will focus on: (1) defining the strike length and tracking the Peña vein down-dip where the mineral resource could potentially be expanded, and (2) additional drilling on the El Pino vein to bring the existing high-grade drill intercepts into the mineral resource.

Management of the Company is of the view that the message that foreign investment into metallic mining has the potential to create jobs and generate significant local and national revenue is beginning to be heard and feedback from the local community is positive. The next drilling campaign will be an opportunity to further support the existing mineral resource estimate and to start bringing some of the other veins in the Holly system into the resource envelope.

## Motagua Norte Project

The Motagua Norte project area consists of one granted exploration licence and three exploration licence applications. The Cirilo 1 exploration licence which was granted in September 2023 covers an area of 13.5 square kilometres (4.5 x 3 km) and includes the Mila gold anomaly. The Company is continuing to work with the permitting authorities towards granting the remaining three licences which cover a combined area of 36.85 square kilometres.

Volcanic's initial prospecting on the Cirilo 1 licence returned exceptional gold grades at Mila anomaly, a surface concentration of bonanza-grade and visible gold in quartz boulders spread over a 250 x 570 metre area. Volcanic commenced a first-pass exploratory drilling program at the Mila prospect in February 2024 to look for the source of the gold-bearing quartz boulder float.

As reported on May 23, 2024, a total of 13 holes were drilled in this first pass program testing a range of targets. The drilling tested beneath the gold-bearing quartz boulder float and the area immediately uphill. Drillholes were scissored on two orientations to test for the possibility of mineralization both parallel or oblique to the principal east-west trending structures. Whilst wide zones of quartz veining and stockwork were intercepted in several drillholes, assay results did not support the hypothesis that the gold-bearing quartz boulders originated from these structures, and no cross-cutting mineralized quartz veins or stockwork zones were encountered.

## Royalty Interests

## Guatemala – Tambor Project Royalty

The Company holds a royalty interest in the Tambor gold project in Guatemala which is owned by Kappes, Cassiday & Associates ("KCA") The initial royalty payments due to the Company are to be based on the price of gold at the time and the number of ounces of gold produced, ranging from US\$100 per ounce when the gold price is below \$1,200 up to \$250 per ounce when the gold price is \$1,500 or greater, up to a maximum of US\$10.0 million. After the US\$10.0 million has been paid and cumulative gold production from the Tambor Project has exceeded 100,000 ounces, the cash payments will be based on the then price of gold and the number of ounces of gold produced, ranging from US\$25 per ounce when the gold price is below \$1,500 up to \$250 per ounce when the sold price is below \$1,500 up to \$250 per ounce when the sold price is \$1,500 or greater.

Commercial production commenced at the Tambor project in December 2014 and receipt of royalty payments by the Company commenced during the third quarter of 2015. To date, the Company has recognized net royalty income of \$1,530,555 of which \$746,375 has been received. In May 2016, KCA informed the Company that mining operations were suspended by the Supreme Court of Guatemala due to a lack of consultation by the Guatemalan Ministry of Mines with local indigenous people when the mine was permitted in 2011.

KCA initiated a Central America Free Trade Agreement Arbitration action against the Guatemalan government to overturn the suspension of operations and seek compensation from the Guatemalan authorities, from which the Company would benefit as well. The Arbitration hearing has been completed and a ruling is pending. Until these proceedings are concluded, the Company is allowing KCA to defer payment of the remaining balance owing to the Company. Due to these circumstances, for accounting purposes, a provision was recorded against the KCA receivable in the 2016 fiscal year.

## Mexico - Tlacolula Property Royalty

In 2017, the Company completed the sale of its Tlacolula silver property, Mexico to Fortuna Silver Mines Inc. (now Fortuna Mining Corp.) in consideration for 239,385 common shares of Fortuna, a cash payment of US\$150,000, and a 2% NSR royalty on the property. Fortuna retained the right to purchase one-half of the royalty by paying the Company US\$1.5 million.

On April 14, 2025, Fortuna announced that it has sold its interest in the San Jose Mine properties in Mexico, including the Tlacolula property, to JRC Ingeniería y Construcción S.A.C., a private Peruvian company. The new property owner has assumed all of Fortuna's rights and obligations regarding the Company's royalty on the Tlacolula property.

#### Outlook

The Company is continuing its strategy of conducting property evaluations and grassroots exploration on properties in various jurisdictions with the aim of delineating minable resources and delivering value to shareholders. Management looks forward to the advancement of its JV funded Amalia Project, and the Tierra Roja copper property.

Qualified Person: Bruce A Smith, M.Sc., MAIG., a member of the Australian Institute of Geoscientists, is the Company's Qualified Person as defined by National Instrument 43-101, and has approved the disclosure of the technical information in this Interim MD&A.

## **Quarterly Information**

Quarter ended	Mar. 31, 2025 (\$)	Dec. 31, 2024 (\$)	Sep. 30, 2024 (\$)	June 30, 2024 (\$)	Mar. 31, 2024 (\$)	Dec. 31, 2023 (\$)	Sep. 30, 2023 (\$)	June 30, 2023 (\$)
Investment and other income	396	714	2,225	2,491	2,386	2,363	2,276	3,550
Exploration expenditures	206,774	170,343	131,644	62,023	113,584	452,449	462,942	403,814
Net loss	(323,300)	(353,422)	(243,294)	(141,877)	(217,094)	(939,300)	(533,636)	(791,913)
Basic and diluted loss per share	(0.00)	(0.01)	(0.00)	(0.00)	(0.00)	(0.01)	(0.01)	(0.01)

The following table provides information for the eight fiscal quarters ended March 31, 2025:

The net loss for the quarter ended December 31, 2023 was highest amongst all quarters presented due to a write-off of \$309,223 relating to former mineral property interests. The quarterly net losses for the most recent five quarterly periods are lower than the quarterly net losses for the first three quarterly periods presented due to a combination of less exploration activity and recovery of exploration costs for some properties.

#### **Results of Operations**

## Quarter ended March 31, 2025

The quarter ended March 31, 2025 had a net loss of \$323,300 compared to \$217,094 for the quarter ended March 31, 2024, an increase of \$106,206. This increase was due in part to the current quarter exploration expenditures being \$206,774 compared to \$113,584 for the comparative quarter, a difference of \$93,190. The comparative quarter net loss was also reduced by a foreign exchange gain of \$8,753 compared to a foreign exchange loss of \$16 for the current quarter.

General and administrative expenses for the quarter ended March 31, 2025 were \$116,906, compared to \$114,649 for the comparative quarter, an increase of \$2,257. Notable cost increases for the current quarter were in office and administration and management fees which increased by \$22,671 and \$4,250 respectively. Office and administration costs were higher due to the Company moving its corporate office to a new location and entering into a new shared office lease with Rackla and Volcanic. The costs for the Company's former office lease that expired at the end of the 2024 fiscal year were also lower due to the cost

of that lease being borne by more companies. Management fees were lower for the comparative quarter due to the Chief Executive Officer charging less than his regular fee during that period. Notable cost decreases for the current quarter were in depreciation of right-of-use assets and salaries and benefits which were lower by \$10,457 and 9,366 respectively. The quarterly depreciation charge for the former office lease that expired before the current quarter was a greater amount than the new shared office lease that took effect at the beginning of the current quarter. Salaries and benefits costs were lower for the current quarter due to a reduction in its shared personnel requirements in conjunction to there being no Vice President, Corporate Development expense for the current quarter.

For both the current and comparative quarterly periods, the fees paid to Bruce Smith, a Director and CEO of the Company, and to Simon Ridgway, a Director and Executive Chairman of the Company, were allocated partly to exploration expenditures and partly to management fees. Office and administration costs relate mostly to an administrative cost sharing agreement with Gold Group Management Inc. ("Gold Group"), a private company controlled by Mr. Ridgway which is reimbursed by the Company for shared rent and other corporate expenses paid by Gold Group on behalf of the Company. Salaries and benefits costs relate primarily to Gold Group which provides administrative personnel, including the Company's Chief Financial Officer and Corporate Secretary throughout the current quarter and the additional cost for the former Vice President of Corporate Development during the comparative quarter.

## **Mineral Properties Expenditures**

A summary of the Company's expenditures on its mineral properties during the period ended March 31, 2025 is as follows:

 $\underline{Peru}$  – A total of \$136,859 was incurred on exploration of the Company's recently optioned Tierra Roja property and investigation of nearby properties.

Mexico – A total of \$21,973was incurred on maintenance of its mineral properties and administrative costs.

<u>Guatemala</u> – A total of \$24,139 was incurred for the Company's share of joint venture costs with Volcanic.

Other – A total of \$23,803 was incurred on property investigation costs in regions other than Mexico, Guatemala, and Peru.

Further details regarding exploration expenditures for the periods ended March 31, 2025 and 2024 are provided in the schedules at the end of this Interim MD&A.

## Liquidity and Capital Resources

The Company's cash and cash equivalents were \$551,623 at March 31, 2025 compared to \$838,209 at December 31, 2024. As at March 31, 2025, working capital was \$1,311,674 compared to \$1,119,711 at December 31, 2024. Included in working capital is the fair value of the Company's equity investments which as of March 31, 2025 was \$1,070,796 compared to \$565,963 as of December 31, 2024. During the 2024 fiscal year, the Company received funds totaling \$652,120 (US\$500,000) from Fresnillo for an exploration program on the Plata Verde Project. Also during the 2024 fiscal year, the Company completed an equity financing to raise gross proceeds of \$580,500 and sold equity investments for net proceeds of \$39,090. These funds have been used to provide working capital for corporate and exploration operations. Subsequent to March 31, 2025, the Company raised net proceeds of \$434,498 by way of selling a total of 1,618,500 Rackla shares, providing working capital for corporate and exploration operations.

The Company did not earn any royalty revenue from the Tambor Project during the current year as the operations at Tambor continue to be suspended.

The Company intends to use the proceeds from any equity financings, sales of its equity investments, option payments received, and royalty income payments received to fund its exploration programs, investment opportunities, and general working capital requirements. The Company does not expect its current capital resources to be sufficient to cover its corporate operating costs and potential mineral property acquisitions or significant exploration expenditures through the next twelve months. As such, the Company will continue to seek to raise additional capital and believes it will be able to do so, but recognizes the uncertainty attached thereto.

## Commitment

During the 2024 fiscal year, the Company entered into a shared operating lease agreement for its office premises and paid a security deposit of \$3,907. The term of the lease is five years, commencing January 1, 2025 and includes an early termination option whereby the Company and the other two co-signers of the lease agreement can terminate the lease upon the third anniversary date with a payment equal to two months gross rent. The Company's portion of annual commitments under the lease, if the early termination option is not exercised, are as follows:

2025 2026	\$ 30,080 40,798
2027	51,053
2028	41,612
2029	 44,648
	\$ 200,897

#### **Related Party Transactions**

See Note 13 of the condensed interim consolidated financial statements for the three months ended March 31, 2025 for details of other related party transactions which occurred in the normal course of business.

## **Other Data**

Additional information related to the Company is available for viewing at www.sedarplus.ca.

#### **Share Position and Outstanding Warrants and Options**

As at the date of this Interim MD&A, the Company's outstanding share position is 107,554,250 common shares and the following share purchase warrants and incentive stock options are outstanding:

Number of	WARRANTS Exercise	
 warrants	price	Expiry date
11,376,425	\$0.35	May 28, 2025
 8,150,001	\$0.10	October 28, 2025
 19,526,426		

Number of	STOCK OPTIONS Exercise	
options	price	Expiry date
1,180,000	\$0.15	October 18, 2026
1,235,000	\$0.15	May 21, 2028
75,000	\$0.15	November 4, 2028
850,000	\$0.25	October 7, 2029
280,000	\$0.15	March 15, 2030
50,000	\$0.27	December 8, 2030
50,000	\$0.34	February 10, 2031
50,000	\$0.24	March 3, 2031
300,000	\$0.34	October 25, 2031
1,875,000	\$0.18	June 6, 2033
50,000	\$0.23	September 18, 2033
25,000	\$0.15	March 26, 2034
6,020,000		

#### - 15 -

## **Accounting Policies and Basis of Presentation**

The Company's material accounting policies are presented in Note 3 of the Company's audited consolidated financial statements for the year ended December 31, 2024.

#### **Future Accounting Changes**

The Company will be required to adopt the following standards and amendments issued by the IASB as described below:

#### IFRS 18, Presentation and Disclosure in Financial Statements

IFRS 18 is a new standard that will replace *IAS 1 Presentation of Financial Statements*, setting out a new presentation requirement for the statement of profit or loss, and providing new definitions and disclosures related to non-IFRS performance measures.

This standard will be effective for the Company's annual period beginning January 1, 2027 with early application permitted. The Company is currently assessing the impact of IFRS 18 on its consolidated financial statements.

## **Risks and Uncertainties**

#### Royalty revenue

The Company cannot predict future revenues from or operating results of mining activity. Management expects any future royalty revenues from the Tambor Project to fluctuate depending on the level of future production and the price of gold. The owner of the Tambor Project is not obligated to re-start or continue production from the Tambor Project and the Company will not be entitled to any compensation if this mining operation does not meet its forecasted gold production targets or if the mine operations are discontinued on a temporary or permanent basis. Risks that could negatively affect a mine's operations include, but are not limited to economics, lack of financial capital, floods, fire, mechanical malfunctions, social unrest, expropriation, environmental regulations, and legal and/or political changes. The Tambor Project is currently subject to a suspension of operations imposed by the Supreme Court of Guatemala.

#### Competition

The Company faces competition from other capital providers, all of which compete with it for investment opportunities. These competitors may limit the Company's opportunities to acquire interests in investments that are attractive to the Company. The Company may be required to invest otherwise than in accordance with its Investment Policy and strategy in order to meet its investment objectives. If the Company is required to invest other than in accordance with its Investment Policy and strategy, its ability to achieve its desired rates of return on its investments may be adversely affected.

#### Inability to dispose of illiquid securities

There is a possibility that the Company will be unable to dispose of illiquid securities held in its portfolio and if the Company is unable to dispose of some or all of its investments at the appropriate time, a positive return on such investment may not be realized.

#### Due diligence

The due diligence process undertaken by the Company in connection with investments that it makes or wishes to make may not reveal all relevant facts in connection with an investment. Before making investments, the Company will conduct due diligence investigations that it deems reasonable and appropriate based on the facts and circumstances applicable to each investment. The due diligence investigations that are carried out with respect to any investment opportunity may not reveal or highlight all relevant facts that may be necessary or helpful in evaluating such investment opportunity. Moreover, such an investigation will not necessarily result in the investment being successful.

#### Mineral property exploration and mining

The business of mineral deposit exploration and extraction involves a high degree of risk. Few properties that are explored ultimately become producing mines. At present, none of the Company's properties has a known commercial ore deposit. The main operating risks include securing adequate funding to maintain and advance exploration properties; ensuring ownership of and access to mineral properties by confirmation that option agreements, claims and leases are in good standing; and obtaining permits for drilling and other exploration activities.

If the Company does not satisfactorily complete its contribution requirements to any joint ventures it may be a party to, the Company's interest in a joint venture can be diluted to a point where all interest in the joint venture is forfeited.

#### Joint venture funding

The Company's strategy includes seeking partners through joint ventures to fund exploration and project development. The main risk of this strategy is that funding partners may not be able to raise sufficient capital in order to satisfy exploration and other expenditure terms in a particular joint venture agreement. As a result, exploration and development of one or more of the Company's property interests may be delayed depending on whether the Company can find another partner or has enough capital resources to fund the exploration and development on its own.

#### Commodity price

The Company is exposed to commodity price risk. Declines in the market price of gold, silver, base metals and other minerals may adversely affect the Company's ability to raise capital or attract joint venture partners in order to fund its ongoing operations. Commodity price declines could also reduce the amount the Company would receive on the disposition of one of its mineral properties to a third party. The Company's past royalty revenue was derived from a royalty interest that is based on the extraction and sale of gold. Factors beyond the control of the Company may affect the marketability of precious and base metals discovered or extracted. Metal prices have historically fluctuated widely. Consequently, the economic viability of the Company's property and royalty interests cannot be accurately predicted and may be adversely affected by fluctuations in metal prices.

#### Financing and share price fluctuation

The Company had a limited source of operating cash flow in the form of royalty revenue from the Tambor property; however, that property is currently subject to suspension of operations. There is no assurance that additional funding from this or other sources will be available to the Company when needed for further exploration and development of its projects. Further exploration and development of one or more of the Company's projects may be dependent upon the Company's ability to obtain financing through equity or debt financing or other means. Failure to obtain this financing could result in delay or indefinite postponement of further exploration and development of its projects which could result in the loss of one or more of its properties.

Securities markets have at times in the past experienced a high degree of price and volume volatility, and the market price of securities of many companies, particularly those considered to be exploration stage companies such as the Company, have experienced wide fluctuations in share prices which have not necessarily been related to their operating performance, underlying asset values or prospects. There can be no assurance that these kinds of share price fluctuations will not occur in the future, and if they do occur, how severe the impact may be on the Company's ability to raise additional funds through equity issues or the value of the Company's equity and derivative investments and corresponding effect on the Company's financial position.

#### Political, regulatory and currency

Some of the Company's mineral property interests are located in emerging nations. Properties in emerging nations may be subject to a higher level of risk compared to developed countries. Operations, the status of mineral property rights, title to the properties and the recoverability of amounts shown for mineral properties in emerging nations can be affected by changing economic, regulatory and political situations. The Company's equity financings are sourced in Canadian dollars but for the most part it incurs its exploration and property maintenance expenditures in US dollars, Guatemalan quetzals, Mexican pesos, and Peruvian soles. At this time there are no currency hedges in place. Therefore, a weakening of the Canadian dollar against

the US dollar, Guatemalan quetzal, Mexican peso, or Peruvian sol could have an adverse impact on the amount of exploration conducted.

#### Insurance

In the course of exploration, development and production of mineral properties, the Company is subject to a number of hazards and risks in general, including adverse environmental conditions, operational accidents, labor disputes, unusual or unexpected geological conditions, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods, earthquakes, and pandemics. Such occurrences could result in damage to the Company's properties or facilities and equipment, personal injury or death, environmental damage to properties of the Company or others, delays, monetary losses and possible legal liability.

Although the Company may maintain insurance to protect against certain risks in such amounts as it considers reasonable, its insurance may not cover all the potential risks associated with its operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums or for other reasons. Should such liabilities arise, they could reduce or eliminate future profitability and result in increased costs, have a material adverse effect on the Company's results and a decline in the value of the securities of the Company.

#### Environmental and social

The activities of the Company are subject to environmental regulations issued and enforced by government agencies. Environmental legislation is evolving in a manner that will require stricter standards and enforcement and involve increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects, and a heightened degree of responsibility for companies and their officers, directors and employees. There can be no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on properties in which the Company holds interests which are unknown to the Company at present. Social risks are fairly significant in some of the Company's areas of operations. Violence, kidnapping, theft and other criminal activities could disrupt supply chains and discourage qualified individuals from being involved with the Company's operations.

Mineral Properties Expenditure Detail (see following page)

# **Mineral Properties Expenditure Detail**

## INTERIM CONSOLIDATED SCHEDULE OF EXPLORATION EXPENDITURES For the three months ended March 31, 2025

	Guatemala	Mex	xico	Peru	Other	
	Mineral	General	Mineral	Mineral	General	
	Properties	Exploration	Properties	Properties	Exploration	Total
Administration	\$ -	\$ 1,108	\$-	\$ 1,846	\$ -	\$ 2,954
Geochemistry	-	-	-	292	-	292
Geological services	15,582	365	5,471	125,185	18,792	165,395
Legal and accounting	-	13,076	1,823	4,473	-	19,372
Licenses, rights and taxes	-	130	-	-	-	130
Salaries and wages	3,273	-	-	-	1,120	4,393
Travel and accommodation	5,284	-	-	5,063	3,891	14,238
	\$ 24,139	\$ 14,679	\$ 7,294	\$ 136,859	\$ 23,803	\$ 206,774

## INTERIM CONSOLIDATED SCHEDULE OF EXPLORATION EXPENDITURES For the three months ended March 31, 2024

	Guatem				Mexico				Other			
	General		1	Mineral		General		Mineral	General		-	
	Exp	loration	Pro	operties	Ex	ploration	P	roperties	Ext	oloration		Total
Exploration administration	\$	1,400	\$	-	\$	530	\$	193	\$	-	\$	2,123
Environmental		-		-		-		-		-		-
Geochemistry		-		-		-		946		2,693		12,935
Geological services		1,986		2,980		11,230		9,500		9,568		35,264
Legal and accounting		-		-		5,698		9,015		-		14,713
Licenses, rights and taxes		-		-		512		19,455		-		19,967
Salaries and wages		2,520		3,780		7,831		6,456		9,042		29,629
Travel and accommodation		-		-		2,187		4,574		5,127		11,888
	\$	5,906	\$	6,760	\$	27,988	\$	49,193	\$	23,737	\$	113,584